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State of New Jersey



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Orange County  
MO 098068281  
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SRU - 1.24.75



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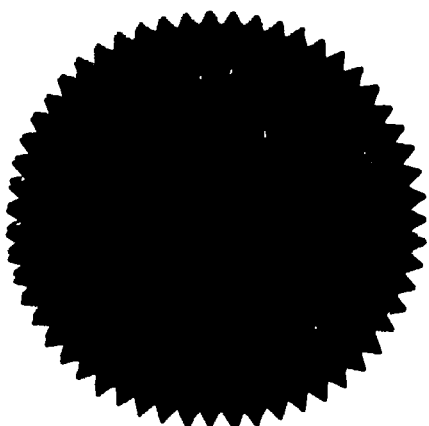
ASARCO INCORPORATED



I, the Secretary of State of the State of New Jersey,  
DO HEREBY CERTIFY that the records of this office show that the  
charter of the above-named corporation was filed in this office  
on the 29th day of January A.D. 1975.

I FURTHER CERTIFY, that so far as the records of this  
office show, said corporation has never been dissolved by action  
of its stockholders, nor has its charter been voided for non-payment  
of State taxes by Proclamation and now continues as an existing  
corporation within the State of New Jersey.

I FURTHER CERTIFY that the registered office is 15 Exchange  
Place, Jersey City, New Jersey 07302 and the registered agent is  
Corporation Trust Company.



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal at  
Trenton, this 21st day of  
February A.D. 1975.

7 Q. 1. 1975